REGULATIONS OF THE NOMINATIONS, REMUNERATION, AND CORPORATE **GOVERNANCE COMMITTEE (CNRGC):**

(1) Nominations, Remuneration, and Corporate Governance Committee (CNRGC):

The CNRGC is a consultative, technical, and permanent committee of the Board of Directors (JD) that provides support and advances the study of the topics under its responsibility. Consequently, the CNRGC may present proposals to the Board regarding the topics that, in accordance with these regulations, provide support to the Board and are within its functions. Among its main functions, we find:

- Support the Board of Directors in the exercise of its decision-making or advisory functions associated with the matters of appointments and remuneration of the members of the Board of Directors and Senior Management and monitor compliance with the Corporate Governance rules, periodically reviewing its compliance, recommendations, and principles (in those cases in which this function is not expressly attributed to another committee of the company)
- ii. Assist the Board of Directors in its functions of proposals and supervision of the Corporate Governance measures adopted by the company.
- (2) Composition of the CNRGC: The CNRGC is composed of five (5) members, who will be appointed by the Board of Directors, as follows:
 - a) Members of the Board of Directors: Three (3) members of the Board of Directors, mostly independent.
 - b) Other members: Two (2) members of the Bank's Senior Management, with their respective substitutes, as follows:

PRINCIPAL	<u>SUBSTITUTE</u>
President of the Bank	Companies Vice-President
Legal Vice-president	Vice-President of Human Talent and Administration

- c) Permanent Guests: Any Bank official that the committee considers appropriate may attend with a voice to support the CNRGC in its functions. Likewise, the committee may have the support of external experts if they consider it necessary.
- d) President of the CNRGC: To function as President of the CNRGC you must be an independent member of the Board of Directors. In his temporary absence, he may be replaced by any of the other members of the CNRGC.
- e) Secretary of the CNRGC: The Legal Vice President, or the person designated by the CNRGC for such purposes, will function as Secretary. The Secretary will



draw up minutes of each meeting of the CNRGC, a copy of which may be sent to all members of the Board of Directors if they request it.

For their appointment to the committee, some members will have to have adequate knowledge to conduct their functions, such as corporate strategy, human resources, corporate governance, salary policy, and/or related subjects.

- (3) Meetings: The CNRGC will meet at any time, in person or not, by any electronic means (Teleconference, Videoconference, etc.) or in which they can express the meaning of their vote, after a summons made by any means by the President of the CNRGC, the President of the Bank or the Secretary. Meetings may be held with the presence of at least 3 members of the Committee. The CNRGC will validly decide with the favorable vote of the majority of its members present.
- (4) General Functions of the CNRGC: the CNRGC may perform the following functions, depending on the circumstances of time and relevance, namely:
 - 1. Inform, when required, the General Assembly of Shareholders about its actions, and address the questions raised by the shareholders in matters within its competence.
 - 2. Periodically evaluate the skills, knowledge, and experience of the members of the company's Board of Directors.
 - 3. Propose and review the criteria that must be followed for the composition of the Board of Directors and the evaluation of the suitability of the candidates for Board member proposed by the shareholders.
 - 4. Inform, when applicable, of the independent qualification of the candidates for member of the Board of Directors, for their proposal to the General Assembly of Shareholders by the Board of Directors or directly by the shareholders.
 - 5. In cases of re-election or ratification of members of the Board of Directors, determine if it is necessary to formulate a proposal that will contain an evaluation of the work that the proposed member has been performing and the effective dedication to the position during the last period.
 - 6. When considered, inform the Board of Directors of those cases of members that may negatively affect the functioning of the Board of Directors or the reputation of the company and, in particular, when they are involved in any of the cases of incompatibility, inability, or legal prohibition.
 - 7. May propose, when considered, to the Board of Directors, the succession policy for members of the Board of Directors and Senior Management and other key executives.
 - 8. Evaluate the candidates and when considered, if another body within the bank does not do so, propose the appointment and removal of the President of the company.
 - 9. Propose, when considered, the objective criteria by which the company hires and remunerates its key executives.
 - **10.** Propose to the Board of Directors the remuneration policy for the members of the Board of Directors (which must be approved by the General Assembly) and, when required, the remuneration policy for Senior Management.
 - 11. Propose to the Board of Directors, within the framework of the remuneration policy approved by the General Assembly, the individual amount of the



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- 12. Supervise compliance with the remuneration policy of the members of the Board of Directors and other Administrators, and the transparency of their remuneration when considered and another body within the entity does not do
- 13. Review, when considered, the remuneration programs of the members of the Board of Directors and Senior Management and make the pertinent recommendations to the Board of Directors.
- **14.** Prepare the annual report on the remuneration of the members of the Board of Directors and, when applicable, the Remuneration of Senior Management.
- 15. Support the President of the Board of Directors in conducting the annual evaluation of said body, review the results of the process, and make suggestions for its better functioning, when another body of the entity has not fulfilled said
- **16.** When another body has not done so previously, the CNRGC may propose the company's Human Resources Policy.
- 17. At the request of the Board of Directors and/or the President of the Bank, the CNRGC may know, evaluate, and give its opinion on the candidates for key positions in Senior Management.
- 18. At the request of the Board of Directors, the CNRGC may annually lead a performance evaluation based on the annual objectives established for the President of the Bank.
- 19. In accordance with the Bank's Corporate Governance, ensure that shareholders and the market in general have complete, truthful, and timely access to the company's information that must be disclosed.
- 20. If requested by the Board of Directors, present a report in such a way that the way in which it complied with its meetings and/or schedules during the period can be reviewed and evaluated, as well as the filing of documents. possession, independence, and appointment of Directors.
- 21. If required by the Board of Directors, collaborate in supervising compliance with the requirements and procedures for the election of members of the Board of Directors of the Bank and its subsidiaries.
- 22. Support senior management, when requested, in the coordination of the induction process of new members of the Board of Directors and promote their training and updating on topics that are related to the competencies of the Board of Directors.
- 23. Ensure that Corporate Governance practices, business and administrative conduct, and behavior comply with the provisions of the Good Governance Code, as well as the correct completion of the best business practices survey and other internal regulations.
- 24. Study the proposals for reform of the Statutes and Good Governance Code that are related to the good governance of the company and present proposals for modifications, updates, and repeals of the provisions related to Corporate Governance.
- 25. Suggest and/or propose best good governance practices.
- 26. Periodically monitor the negotiations conducted by members of the Board of Directors and Administrators with shares issued by the company or, in general,













their actions in the field of the securities market. The foregoing is without prejudice to the responsibility of individuals to request the authorizations that correspond to them.

- 27. Address, to the extent possible, within ten (10) common days following filing, claims related to the non-application of the company's Corporate Governance policies, presented directly by shareholders and investors or through the Fiscal Auditor of the Bank, for which he may use the help of the Bank's Customer Service area.
- 28. Study and address, to the extent possible, the observations indicated by the Bank's Statutory Auditor, in the case in which a possible non-compliance with Corporate Governance policies is established.
- 29. In the event that is requested, the committee may learn about actions related to the conduct of the directors of the company that may be contrary to the provisions of the Statutes, the Regulations of the Board of Directors, and other internal regulations.
- 30. Monitor, to the extent possible, the Bank's Website, in order to ensure that it is updated with public information and in accordance with the terms of the law.
- (5) Approval and modifications of the CNRGC Regulations: The Bank's Board of <u>Directors will approve these regulations and any of their modifications.</u>

